Daily Tournal MAY 13, 2015

TOP WOMEN LAWYERS

The Daily Journal's Annual List of **100** Leading Women Lawyers in California



asko led OncoMed Pharmaceuticals Inc. through an intricate agreement with Celgene Corp. that is likely the largest early clinical deal in biotech history. The biotechnology companies agreed to jointly develop and commercialize

PRACTICE: Corporate transactions

Judith A. Hasko

For early-stage deals, sometimes you don't have all that optionality and the deal doesn't grow with the company.

This deal can.

- Judith Hasko

up to six anti-cancer stem cell product candidates from OncoMed's biologics pipeline, among other therapeutics. With a potential total value of \$3.3 billion, the deal includes an upfront payment to OncoMed of \$155 million, the purchase by Celgene of some \$22 million in newly issued shares of OncoMed's common stock and a series of milestone payments paid on a per-program basis.

"It's one of the most complex transactions I've ever led," Hasko said. "It was, in my view, a deal that's comprised of approximately six or seven individual deals together because of the number of programs, and the rights are allocated in certain ways that needed to be highly tailored."

Hasko described the deal as "transformative" for her client — not only because of the significant funding it provided for their projects, but also because it gave them a "great partner" in Celgene that "really appreciated" their special expertise.

In the same month that she led the OncoMed deal, Hasko worked on a worldwide collaboration agreement between her client, Prothena Corp. PLC, and F. Hoffmann-La Roche Ltd. to develop and commercialize antibodies.

The complex transaction requires Roche to make upfront and milestone payments potentially totaling \$600 million.

"For early-stage deals, sometimes you don't have all that optionality and the deal doesn't grow with the company," Hasko said. "This deal can."

- Alison Frost